

Schedule 2

Proposed Rejection Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. [●]

**ORDER (I) AUTHORIZING THE DEBTORS TO REJECT CERTAIN EXECUTORY
CONTRACTS AND/OR UNEXPIRED LEASES EFFECTIVE AS OF
FEBRUARY 28, 2025 AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)² of the above-captioned debtors and debtors in possession (the “**Debtors**”) for entry of an order: (a) authorizing the rejection of the Initial Leases, (b) authorizing and establishing the Rejection Procedures for (i) rejecting Contracts and Leases and (ii) abandoning personal property in connection with any rejected Contract or Lease, (c) authorizing and approving the Rejection Notice to affected Counterparties and (d) granting related relief, all as more fully set forth in the Motion; and the order of this Court approving the Motion on a final basis [D.I. 461]; and the filing of the notice of rejection (the “**Rejection Notice**”) by the Debtors [D.I. [●]]; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference of the United States District Court

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that this Court may enter an order consistent with Article III of the United States Constitution; and this Court having found that venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the notice of the Rejection Notice and of the opportunity to be heard at the hearing thereon were appropriate under the circumstances and that no other notice need be provided, except as set forth herein; and this Court having reviewed the Rejection Notice, and having heard the statements and argument in support of the relief requested at a hearing, if any, before this Court (the “**Hearing**”); and this Court having determined that the legal and factual bases set forth in the Rejection Notice and at any Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Contract and Leases listed on **Schedule 1** attached hereto are hereby rejected as of February 28, 2025 (the “**Rejection Date**”).

2. Nothing herein shall prejudice the rights of the Debtors to argue that any of the Contracts or Leases were terminated prior to the Rejection Date; that any claim for damages arising from the rejection of any Contract is limited to the remedies available under the termination provision of such Contract; or that any such claim is an obligation of a third party and not that of the Debtors or their estates.

3. Nothing in this Order shall be deemed or construed as an approval of an assumption of any lease, sublease, or contract pursuant to section 365 of the Bankruptcy Code.

4. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (i) an admission as to the amount of, basis for,

or validity of any claim against the Debtors; (ii) a waiver of the Debtors' or any other party's right to dispute any claim; (iii) a promise or requirement to pay any particular claim; (iv) an admission that any particular claim is of a type described in the Motion; (v) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; or (vi) a waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law.

5. Notice of the Rejection Notice is deemed good and sufficient notice of the relief requested therein.

6. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon its entry.

7. The Debtors are authorized to take all actions that are necessary and appropriate to effectuate the relief granted in this Order.

8. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Schedule 1

Schedule of Rejected Contracts and Leases

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
1	Big Lots, Inc.	Minute Men, Inc.	Staffing Services Agreement	3740 Carnegie Avenue Cleveland, Ohio 44115 USA	2/28/2025
2	Big Lots eCommerce LLC	Minute Men, Inc.	Staffing Services Agreement	3740 Carnegie Avenue Cleveland, Ohio 44115 USA	2/28/2025
3	Big Lots, Inc.	Mizco International Inc.	Confidentiality Agreement	80 Essex Avenue East Avenel, New Jersey 07001 United States	2/28/2025
4	Big Lots, Inc.	Mizco International, Inc.	Amendment to Settlement Agreement	80 Essex Avenue East Avenel, New Jersey 07001 United States	2/28/2025
5	Big Lots, Inc.	Mizco International, Inc.	Amendment to Settlement Agreement	80 Essex Avenue East Avenel, New Jersey 07001 USA	2/28/2025
6	Big Lots, Inc.	MIZCO INTERNATIONAL, INC.	Inventory Access Agreement	80 Essex Avenue East Avenel, New Jersey 07001 United States	2/28/2025
7	Big Lots, Inc.	Mizco International, Inc.	SCAN-BASED TRADING VENDOR AGREEMENT	80 Essex Avenue East Avenel, New Jersey 07001 United States	2/28/2025
8	Big Lots, Inc.	Mizco International, Inc.	Settlement Agreement	80 Essex Avenue East Avenel, NJ 07001 USA	2/28/2025
9	Big Lots, Inc.	MODERN	Services Agreement		2/28/2025
10	Big Lots Stores, LLC	Modular Thermal Technologies LLC	Revenue Share Agreement	1520 SW 5th Court Pompano Beach, FL 33069 USA	2/28/2025
11	AVDC, LLC	Mojave Desert Air Quality Management District	Application for Internal Combustion Engine (I.C.E.) Only	14306 Park Avenue Victorville, CA 92392-2310 USA	2/28/2025
12	Big Lots, Inc.	Moore Wallace North America, Inc. d/b/a RR Donnelley	Equipment Order Contract	7810 SOLUTION CENTER Chicago, IL 60677-7008 USA	2/28/2025
13	Big Lots, Inc.	Moore's Electrical & Mechanical	HVAC Scheduled Maintenance and Service Agreement	101 Edgewood Avenue Altavista, VA 24517 USA	2/28/2025
14	Big Lots, Inc.	MOORES ELECTRICAL & MECHANICAL	Service Agreement	101 Edgewood Ave Altavista, VA 24517 USA	2/28/2025
15	Big Lots, Inc.	MOORE'S ELECTRICAL & MECHANICAL CONSTRUCTION, INC.	HVAC Scheduled Maintenance and Service Agreement	101 EDGEWOOD AVENUE ALTAVISTA, VA 24517 USA	2/28/2025
16	Consolidated Property Holdings, LLC	Muzak Limited Partnership	Amendment to Muzak National Account Service Agreement	300 Phillipi Road, P.O Box 28512 Columbus, OH 43228-0512 USA	2/28/2025
17	Consolidated Property Holdings, LLC	MUZAK LIMITED PARTNERSHIP	National Account Service Agreement	400 North 34th Street, Suite 200 Seattle, WA 98103 USA	2/28/2025
18	Consolidated Property Holdings, LLC	MUZAK LIMITED PARTNERSHIP	National Account Service Agreement	400 North 34th Street, Suite 200 Seattle, WA 98103 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
19	Big Lots, Inc.	Muzak LLC	Amendment to Multi Territory Account Service Agreement	2901 Third Ave Seattle, WA 98121 USA	2/28/2025
20	Big Lots, Inc.	Muzak LLC	Amendment to Multi Territory Account Service Agreement	2901 Third Ave Seattle, WA 98121 USA	2/28/2025
21	Big Lots, Inc.	Muzak LLC	Amendment to Multi Territory Account Service Agreement	2901 Third Ave Seattle, WA 98121 USA	2/28/2025
22	Big Lots, Inc.	MUZAK LLC	Amendment to Multi Territory Account Service Agreement	2901 Third Ave Seattle, WA 98121 USA	2/28/2025
23	Big Lots, Inc.	Muzak LLC	Confidentiality Agreement	2901 Third Ave Seattle, WA 98121 USA	2/28/2025
24	Consolidated Property Holdings, LLC	Muzak LLC	Option Exercise Agreement	2901 Third Ave Seattle, WA 98121 USA	2/28/2025
25	Big Lots, Inc.	Muzak LLC d/b/a Mood Media	Amendment to Multi Territory Account Service Agreement	1703 West 5th Street #600 Austin, TX 78703 USA	2/28/2025
26	Big Lots Stores, LLC	Muzak LLC d/b/a Mood Media	Multi Territory Account Service Agreement	1703 West 5th Street #600 Austin, TX 78703 USA	2/28/2025
27	Big Lots, Inc.	Muzak LLC d/b/a Mood Media	Multi Territory Account Service Agreement	1703 West 5th Street #600 Austin, TX 78703 USA	2/28/2025
28	Big Lots, Inc.	Muzak, LLC	Confidentiality Agreement	300 Phillipi Road, P.O Box 28512 Columbus, OH 43228-0512 USA	2/28/2025
29	Big Lots Stores, LLC	Muzak, LLC d/b/a Mood Media	Service Agreement Amendment	300 Phillipi Road, P.O Box 28512 Columbus, OH 43228-0512 USA	2/28/2025
30	Big Lots, Inc.	Muzak, LLC d/b/a Mood Media	Service Agreement Amendment	300 Phillipi Road, P.O Box 28512 Columbus, OH 43228-0512 USA	2/28/2025
31	Big Lots, Inc.	NASDAQ OMX Corporate Solutions, LLC	Service Order	One Liberty Plaza 165 Broadway 49th floor New York, NY 10006 USA	2/28/2025
32	Big Lots, Inc.	NAVCO	Services Agreement	1335 S ACACIA AVE FULLERTON, CA 92831 USA	2/28/2025
33	Big Lots Stores, LLC	NB Ventures, Inc. d/b/a GEP	Confidentiality Agreement	100 Walnut Avenue, Suite 304 Clark, NJ 07066 USA	2/28/2025
34	Big Lots Stores, LLC	NB Ventures, Inc. d/b/a GEP	Master Services Agreement	100 Walnut Avenue, Suite 304 Clark, NJ 07066 USA	2/28/2025
35	Big Lots Stores, LLC	NB Ventures, Inc. d/b/a GEP	Statement of Work for Procurement Transition	100 Walnut Avenue, Suite 304 Clark, NJ 07066 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
36	Big Lots Stores, LLC	NB Ventures, Inc. d/b/a GEP	Statement of Work for Strategic Procurement Services	100 Walnut Avenue, Suite 304 Clark, NJ 07066 USA	2/28/2025
37	Big Lots, Inc.	Netspend Corporation	Change of Address Notification	10900-A Stonelake Blvd. Austin, TX 78759 USA	2/28/2025
38	Big Lots, Inc.	NetSpend Corporation	First Amendment to Skylight Services Agreement	701 Brazos Street, Suite 1200 Austin, TX 78701 USA	2/28/2025
39	Big Lots Stores, LLC	Netspend Corporation	Marketing Services Insertion Order	123 Main St. Austin, TX 73301 USA	2/28/2025
40	Big Lots, Inc.	Netspend Corporation	Notice of Address Change	5800 Airport Blvd. Austin, TX 78752 USA	2/28/2025
41	Big Lots, Inc.	NetSpend Corporation	Skylight Services Agreement	PO Box 2136 Austin, Texas 78768-2136 USA	2/28/2025
42	Big Lots, Inc.	NIAGARA DRINKING WATERS	Services Agreement	2560 E PHILADELPHIA ST ONTARIO, CA 91761-7768 USA	2/28/2025
43	AVDC, LLC	Northgate Environmental Management, Inc.	Proposal for Operation and Maintenance Support Services	428 13th Street, 4th Floor Oakland, CA 94612 USA	2/28/2025
44	Big Lots, Inc.	OMNIA PARTNERS, LLC	Membership and Confidentiality Agreement	840 Crescent Centre Drive, Suite 600 Franklin, TN 37067 USA	2/28/2025
45	Big Lots, Inc.	Open Text Inc.	Change Request Form	9711 Washingtonian Blvd. Gaithersburg, MD 20878 USA	2/28/2025
46	Big Lots, Inc.	Open Text Inc.	Change Request Form	9711 Washingtonian Blvd. Gaithersburg, MD 20878 USA	2/28/2025
47	Big Lots Stores, LLC	Open Text Inc.	Mutual Non-Disclosure Agreement	9711 Washingtonian Blvd. Gaithersburg, MD 20878 USA	2/28/2025
48	Big Lots Stores, LLC	Open Text Inc.	Services Order Form	9711 Washingtonian Blvd., Suite 700 Gaithersburg, MD 20878 USA	2/28/2025
49	Big Lots, Inc.	Open Text Inc.	Statement of Work	9711 Washingtonian Blvd., Suite 700 Gaithersburg, MD 20878 USA	2/28/2025
50	Big Lots, Inc.	OpenSesame	Sales Order	1629 SW Salmon Street Portland, OR 97205 USA	2/28/2025
51	Big Lots Stores, LLC	Optimizely, Inc.	A/B Testing	631 Howard Street, Suite 100 San Francisco, CA 94105 USA	2/28/2025
52	Big Lots Stores, LLC	Optimizely, Inc.	Change Order	631 Howard Street, Suite 100 San Francisco, CA 94105 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
53	Big Lots, Inc.	Optimizely, Inc.	Confidentiality Agreement	631 Howard Street, Suite 100 San Francisco, CA 94105 USA	2/28/2025
54	Big Lots eCommerce LLC	Optimizely, Inc.	Customer Renewal Order Form	631 Howard Street, Suite 100 San Francisco, CA 94105 USA	2/28/2025
55	Big Lots eCommerce LLC	Optimizely, Inc.	Master Subscription Agreement	631 Howard Street, Suite 100 San Francisco, CA 94105 USA	2/28/2025
56	Big Lots eCommerce LLC	Optimizely, Inc.	Order Form for Optimizely Services	631 Howard Street, Suite 100 San Francisco, CA 94105 USA	2/28/2025
57	Big Lots Stores, LLC	Otis Elevator Company	Contract Modification	777 Dearborn Park Lane Columbus, OH 43228 USA	2/28/2025
58	Big Lots Stores, LLC	Otis Elevator Company	Lubricate and Survey Service Agreement	777 Dearborn Park Lane Columbus, OH 43228 USA	2/28/2025
59	Big Lots, Inc.	Otis Elevator Company	Maintenance Agreement	2231 Westbrooke Dr Bldg M Columbus, OH 43228 USA	2/28/2025
60	Big Lots, Inc.	Otis Elevator Company	Maintenance Agreement	777 Dearborn Park Lane Suite L Columbus, OH 43085 USA	2/28/2025
61	Big Lots, Inc.	Otis Elevator Company	Maintenance Agreement	777 Dearborn Park Lane Suite L Columbus, OH 43085 USA	2/28/2025
62	Big Lots, Inc.	Otis Elevator Company	Maintenance Agreement	223 Westbrooke Dr Bldg M Columbus, OH 43228 USA	2/28/2025
63	Big Lots, Inc.	Otis Elevator Company	Maintenance Agreement	223 Westbrooke Dr Bldg M Columbus, OH 43228 USA	2/28/2025
64	Big Lots, Inc.	Otis Elevator Company	Maintenance Agreement	223 Westbrooke Dr Bldg M Columbus, OH 43228 USA	2/28/2025
65	Big Lots Stores, LLC	Otis Elevator Company	Service Agreement	777 Dearborn Park Lane Columbus, OH 43228 USA	2/28/2025
66	Big Lots eCommerce LLC	Packaging Corporation of America	Termination of Supply Agreement	1 North Field Court Lake Forest, IL 60045 USA	2/28/2025
67	Big Lots eCommerce LLC	Packsize, LLC	Addendum to Equipment Loan and Supply Agreement	6440 Wasatch Boulevard Salt Lake City, Utah 84121 USA	2/28/2025
68	Big Lots eCommerce LLC	Packsize, LLC	Amendment to Packaging as a Service Agreement	3760 West Smart Pack Way Salt Lake City, Utah 84104 USA	2/28/2025
69	Big Lots eCommerce LLC	Packsize, LLC	Equipment Lease & Supply Agreement	6440 Wasatch Blvd. Salt Lake City, UT 84121 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
70	Big Lots Stores, LLC	Partners Personnel - Management Services, LLC	Staffing Services Agreement	3820 State Street, Suite B Santa Barbara, CA 93105 USA	2/28/2025
71	Big Lots, Inc.	PATTERSON FAN	Services Agreement	1120 NORTHPOINT BLVD BLYTHEWOOD, SC 29016-8873 USA	2/28/2025
72	Big Lots, Inc.	PayScale	Manage Comp Surveys/Benchmarks	113 Cherry St, Suite 96140 Seattle, WA 98104 USA	2/28/2025
73	Big Lots, Inc.	Peggs	Services Agreement	4851 Felspar Street Riverside, CA 92509 USA	2/28/2025
74	Big Lots, Inc.	Peggs Co Inc	Services Agreement	PO BOX 907 MIRA LOMA, CA 91752 USA	2/28/2025
75	Big Lots, Inc.	PeopleShare, Inc.	Staffing Services Agreement	1 Progress Circle Pottsville, PA 17901 USA	2/28/2025
76	Closeout Distribution, LLC	PeopleShare, Inc.	Staffing Services Agreement	1566 Medical Drive Pottstown, PA 19464 USA	2/28/2025
77	Closeout Distribution, LLC	PeopleShare, LLC	Staffing Services Agreement	100 Springhouse Drive, Suite 200 Collegeville, PA 19426 USA	2/28/2025
78	Big Lots Stores, LLC	Perceptyx, Inc.	Amendment to Master License and Services Agreement	28765 Single Oak Dr #250 Temecula, CA 92590 USA	2/28/2025
79	Big Lots Stores, LLC	Perceptyx, Inc.	Data Processing Addendum	28765 Single Oak Drive Temecula, CA 92590 USA	2/28/2025
80	Big Lots, Inc.	Perceptyx, Inc.	Master License and Services Agreement	28765 Single Oak Dr, Suite 250 Temecula, CA 92590 USA	2/28/2025
81	Big Lots Stores, LLC	Perceptyx, Inc.	Order Form	28765 Single Oak Dr #250 Temecula, CA 92590 USA	2/28/2025
82	Big Lots Stores, LLC	Perceptyx, Inc.	Order Form	28765 Single Oak Dr #250 Temecula, CA 92590 USA	2/28/2025
83	Big Lots, Inc.	Perceptyx, Inc.	Order Form for Employee Survey Services	28765 Single Oak Dr #250 Temecula, CA 92590 USA	2/28/2025
84	Big Lots Stores, LLC	Perfaware LLC	Amendment to Statement of Work	320 Decker Dr, Ste. 100 Irving, TX 75062 USA	2/28/2025
85	Big Lots Stores, LLC	Perfaware LLC	Master Services Agreement	320 Decker Dr, Ste. 100 Irving, TX 75062 USA	2/28/2025
86	Big Lots Stores, LLC	Perfaware LLC	SaaS Subscription Agreement	320 Decker Dr, Ste.100 Irving, TX 75062 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
87	Big Lots Stores, LLC	Perfaware LLC	Statement of Work	320 Decker Dr, Ste. 100 Irving, TX 75062 USA	2/28/2025
88	Big Lots Stores, LLC	Perfaware LLC	Statement of Work	320 Decker Dr, Ste. 100 Irving, TX 75062 USA	2/28/2025
89	Big Lots Stores, LLC	Pickup Now, Inc.	Amendment for Market Development Fund	5068 West Plano Parkway Plano, TX 75093 USA	2/28/2025
90	Big Lots, Inc.	Pickup Now, Inc.	Amendment to Master Services Agreement	5068 West Plano Parkway Plano, TX 75093 USA	2/28/2025
91	Big Lots, Inc.	Pickup Now, Inc.	Confidentiality Agreement	5068 West Plano Parkway Plano, TX 75093 USA	2/28/2025
92	Big Lots, Inc.	Pickup Now, Inc.	Fuel Surcharge Addendum	5068 West Plano Parkway, Suite 290 Plano, TX 75093 USA	2/28/2025
93	Big Lots, Inc.	Pickup Now, Inc.	Master Services Agreement	5068 West Plano Parkway Plano, TX 75093 USA	2/28/2025
94	Big Lots, Inc.	Pickup Now, Inc.	Statement of Work	5068 West Plano Parkway Plano, TX 75093 USA	2/28/2025
95	Big Lots eCommerce LLC	Pilot Air Freight, LLC dba Pilot Freight Services	Master Transportation Services Agreement	314 N. Middletown Rd Lima, PA 19037 USA	2/28/2025
96	Big Lots eCommerce LLC	Pilot Air Freight, LLC dba Pilot Freight Services	Transportation Schedule for Home Delivery Services	314 N. Middletown Rd Lima, PA 19037 USA	2/28/2025
97	Big Lots, Inc.	Pitney Bowes	Sales/Equipment Agreement	P.O. Box 856460 Louisville, KY 40285-6460 USA	2/28/2025
98	Big Lots, Inc.	Pitney Bowes Credit Corporation	Lease Agreement	P.O. Box 856460 Louisville, KY 40285-6460 USA	2/28/2025
99	Big Lots, Inc.	Pitney Bowes Global Financial Services LLC	Lease Agreement	P.O. Box 856460 Louisville, KY 40285-6460 USA	2/28/2025
100	Big Lots, Inc.	Pitney Bowes Inc.	Software License and Maintenance Agreement	1 Elmcroft Rd Stamford, CT 06926-0700 USA	2/28/2025